

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

Termination of Easement Agreement

This Termination of Easement Agreement (“Termination”) is entered as of November ____, 2013 by and between the Town of Addison, Texas (the “City”) and VOP, LP (“VOP”).

Recitals:

1. VOP, a Delaware limited partnership, is the sole owner of that tract of land generally described as the Village on the Parkway shopping center, located within the City at the southeast intersection of Belt Line Road and Dallas Parkway, and comprising approximately 31.608 acres of land as described in the Amended Replat (“Amended Replat”) thereof filed as Instrument No. 201300302815 in the Official Public Records of Dallas County, Texas (the “Property”).

2. In 1998, Addison Village Partners, Ltd., VOP’s predecessor in title to the Property, subdivided the Property into two tracts of land. In connection with that subdivision, Addison Village Partners, Ltd. granted to the City an easement over and across a portion of the Property for public parking purposes as set forth and described in that Easement Agreement executed on November 17, 1998 and recorded in Volume 98237, Page 03460 of the Official Public Records of Dallas County, Texas (the “Parking Easement”).

3. The Parking Easement was amended by that First Amendment to Easement Agreement entered into as of April 11, 2000 and recorded in Volume 2000077, Page 01230 of the Official Public Records of Dallas County, Texas.

4. By the provisions of the Easement Agreement, as amended, the Parking Easement and the terms and conditions set forth in the Easement Agreement, as amended, have terminated. This Termination is provided to evidence the termination of the Parking Easement and to release the Property from the Parking Easement and the terms and conditions of the Easement Agreement, as amended.

NOW, THEREFORE, VOP and the City agree that, by virtue of the Amended Replat, the Easement Agreement, as amended, is no longer needed or required, and the Parking Easement granted by the Easement Agreement, as amended, is hereby terminated in its entirety and is of no further force or effect.

EXECUTED as of the day and year first set forth above.

TOWN OF ADDISON, TEXAS

By: _____
Ron Whitehead, City Manager

VOP, LP, a Delaware limited partnership

By: VOP GP LLC, a Delaware limited liability company,
its General Partner

By: GF III VOP, LP, a Delaware limited partnership,
its Manager

By: VOP SEC LP, a Texas limited partnership,
its General Partner

By: VOP SEC GP LLC, a Texas limited liability company,
its General Partner

By: LO VILLAGES ON THE PARWAY LLC,
a Delaware limited liability company,
its sole Member

By: Non-Member Manager, Inc.,
a Texas corporation,
its Manager

By: _____
Name: _____
Title: _____

ACKNOWLEDGMENTS

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Before me, the undersigned authority, on this day personally appeared Ron Whitehead, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this _____ day of _____, 2013.

[SEAL]

Notary Public, State of Texas

Print Name:_____

My commission expires:_____

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I, _____, a Notary Public in and for the State of Texas do hereby certify that _____, _____ of Non-Member Manager, Inc., a Texas corporation, as Manager of LO VILLAGES ON THE PARKWAY LLC, a Delaware limited liability company, as sole Member of VOP SEC GP LLC, a Texas limited liability company, as General Partner of VOP SEC LP, a Texas limited partnership, as General Partner of GF III VOP, LP, a Delaware limited partnership, as Manager of VOP GP LLC, a Delaware limited liability company, as General Partner of **VOP, LP**, a Delaware limited partnership, personally appeared before me in said State and County on the _____ day of _____, 2013, and acknowledged the same to be the act and deed of said entities on behalf of said entities.

Given under by hand and seal this ____ day of _____, 2013.

[Notarial Seal]

My Commission Expires: _____

Notary Public

Print Name:_____